

EXHIBIT D-2

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS
HOLDINGS INC., et al.,

Debtors

Case No. 08-13555

Chapter 11

Jointly Administered

**NOTICE OF PARTIAL TRANSFER OF
CLAIM PURSUANT TO RULE 3001(e)**

PLEASE TAKE NOTICE that \$49,000,000.00 of the claim set forth below (the "Transferred Claim"), of QUANTUM PARTNERS LP ("Assignor") filed as an original or amended Proof of Claim against the Debtor(s):

Debtor	Allowed Proof of Claim Amount	Proof of Claim No.
LEHMAN BROTHERS HOLDINGS INC.	\$580,000,000.00	17247

has been transferred and assigned to QPTF LLC ("Assignee"). The signature of Assignor on this document is evidence of the transfer of **\$49,000,000.00** of the claim and all rights thereto.

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Assignment as an unconditional assignment and the Assignee herein as the valid owner of the Transferred Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claim to the Assignee.

ASSIGNEE: QPTF LLC


Address: c/o Soros Fund Management LLC
888 Seventh Avenue
New York, NY 10106
Attention: Suzanne Auerbach –
Compliance Dept.

Signature:

Name:

Title:

Date:


Jodye Anzalone
Authorized Signatory

ASSIGNOR: QUANTUM PARTNERS LP

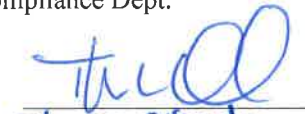
Address: c/o Soros Fund Management LLC
888 Seventh Avenue
New York, NY 10106
Attention: Suzanne Auerbach –
Compliance Dept.

Signature:

Name:

Title:

Date:


Thomas O'Grady
Attorney in fact of QP LP LLC the
General partner
of Quantum
Partners LP